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12 March 2025

Frequently Asked Questions (FAQs) – Unsecured Creditors

Jervois Global Limited ACN 007 626 575 (“Jervois”)

Nico Young Pty. Ltd. ACN 132 050 205

Hardrock Exploration Pty. Ltd. ACN 004 800 319

TZ Nico (1) Pty Limited ACN 626 231 267

TZ Nico (2) Pty Limited ACN 626 231 276

Goldpride Pty Ltd ACN 061 269 109

(All Administrators Appointed)

(Collectively referred to as “the Companies”)

Gayle Dickerson and David Hardy were appointed joint and several voluntary administrators of the Companies’ (“**Administrators**”) on 12 March 2025 pursuant to Section 436A of the *Corporations Act 2001* (the “**Act**”).

The appointment followed the entry of an order by the U.S. Bankruptcy Court for the Southern District of Texas (the “**Confirmation Order**”) on 6 March 2025 (Houston time) approving the chapter 11 plan of reorganisation of Jervois Texas, LLC and certain debtor subsidiaries (the “**Debtor Subsidiaries**”) (the “**Chapter 11 Plan**”). On 28 January 2025 (AEDT), Jervois Texas, LLC and the Debtor Subsidiaries commenced chapter 11 cases (the “**Chapter 11 Cases**”) by filing voluntary petitions for relief under the U.S. Bankruptcy Code.

This appointment was anticipated as the next step of the restructuring support agreement agreed with the Company’s lender, Millstreet Capital Management LLC (“**Millstreet**”) and detailed in the Chapter 11 Plan (as approved by the Confirmation Order).

As a creditor of Jervois, or one of the Debtor Subsidiaries, you may have received a disclosure statement in respect of the group’s Chapter 11 Plan (“**Disclosure Statement**”). As outlined in the Disclosure Statement, Jervois’ lender intends to put forward a Deed of Company Arrangement proposal to the Administrators (“**Proposal**”).

Any Deed of Company Arrangement received would be subject to the approval of creditors at the second meeting of creditors (see section 6 below). A second meeting of creditors will be held on or before 16 April 2025 unless the Court extends this date. Further information regarding the second meeting of creditors will be issued in due course.

A copy of the Disclosure Statement can be obtained at <https://cases.stretto.com/Jervois>.

1. What is the current status of the Companies?

- The Administrators are undertaking a review of the financial position of the Companies and will continue to trade the Companies in a business-as-usual manner while they undertake this review.
- The information provided in this document is intended for the creditors of the above listed Companies only. There are other subsidiaries of Jervois which are not subject to the appointment of the Administrators. In particular, this relates to subsidiaries in Finland, Brazil and the USA.
- The operations in Finland, Brazil and USA will continue to operate on a business-as-usual basis. This includes purchasing feed, operating and delivering product to customers as per existing terms.

- The voluntary administration does not impact on contracts or commercial relationships with suppliers, customers and other counterparties of entities which are not subject to the voluntary administration (including entities in Finland, Brazil and the USA).
- The Companies existing management team remains in place. You can continue to contact your normal contact in relation to all operational matters.

2. What is a voluntary administration?

Under Australian law, a company experiencing financial difficulty can be placed into voluntary administration.

Voluntary administration is a process in which an independent professional (the voluntary administrator) takes full control of the company with the aim of restructuring its affairs so that it, or as much as possible of its business, can return to solvent operation. The voluntary administrator, who is required to be registered with the Australian Securities and Investments Commission (**ASIC**), is usually appointed by a company's directors, after they decide that the company is insolvent or likely to become insolvent.

The voluntary administration process is designed to resolve the company's future direction as quickly as possible. An automatic stay of actions against the company applies during the period of the voluntary administration. This provides the company with breathing space to restructure and continue operating. If it is not possible to save the company or its business, the aim is to administer the affairs of the company in a way that results in a better return to creditors than they would have received if the company had instead been placed straight into liquidation.

The administrator has powers to operate the business, to sell the business and assets or to propose a restructuring plan to the company's creditors in the form of a Deed of Company Arrangement (**DOCA**). If a DOCA is not proposed to creditors, or if creditors reject the proposed DOCA, the company will most likely be placed into liquidation.

3. What does voluntary administration mean for unsecured creditors?

The Administrators are in control of the affairs, assets, trading and day-to-day operations of the Companies' and will be responsible for any future recapitalisation or sale process.

The Administrators will investigate and ultimately report to creditors about the company's business, property, affairs and financial circumstances. The Administrators are required to report on the following three options available to creditors (including employees):

- 1 End the voluntary administration and return the company to the directors' control; or
- 2 Approve a DOCA through which the company will pay all or part of its debts and then be free of those debts;
or
- 3 Wind up the company and appoint a liquidator.

The Administrators must give an opinion on each option, including an opinion on any DOCA proposal, and recommend which option is in the best interests of creditors.

Administrators have a duty to take reasonable care to sell the secured assets for not less than their market value or, if there is no market value, the best price reasonably obtainable having regard to the circumstances existing when the assets are sold.

4. Will the business be sold?

As outlined above, the appointment of Voluntary Administrators was the anticipated next step of the Chapter 11 Plan. As part of that process, Jervois' secured lender has outlined they intend to put forward a DOCA proposal in respect of the Companies.

Prior to the second meeting of creditors, the Administrators will prepare a report to creditors detailing all proposals received (see section 7 below) together with our recommendation.

Any party looking to provide a proposal for sale or recapitalisation of the group may contact us at jervoisgroup@kpmg.com.au.

Trading and operations

5. What happens to the operations and trading of the business?

As mentioned previously, the current intention is to continue to trade the Companies on a business-as-usual basis until there is a recapitalisation and/or sale.

Please refer below for information regarding trading arrangements with suppliers and trade creditors.

Trading accounts

The Act provides that the Administrators are personally liable for liabilities arising from services rendered, goods bought or property hired, leased, used or occupied during the administration. In light of this:

- Please close your trading accounts with the Companies in respect of goods supplied and / or services rendered up to 12 March 2025.
- Please open a new trading account in the name of the relevant entity with the suffix "(Administrators Appointed)" for the supply of authorised goods and services to the Administrators.
- From 12 March 2025, liability will only be accepted by the Administrators in respect of the purchase of goods or services authorised by the Administrators or their representatives, whose specimen signatures are set out in the circular to creditors dated 12 March 2025. Accounts will be paid in accordance with your usual terms of credit.
- If there are any outstanding or unfulfilled orders placed by the Companies prior to our appointment, including those under which there are goods in transit, please email us at jervoisgroup@kpmg.com.au to obtain written confirmation that the order should proceed.

You may be aware that payment of unsecured creditors' accounts as 12 March 2025 is postponed pending the outcome of a second meeting of creditors (see section 6 below).

Consignment stock, goods subject to purchase money security interests and liens / pledges

If you supplied consignment stock to the Companies, or believe you provided stock subject to a purchase money security interest (formerly a retention of title clause), or claim a lien / pledge over any of the Companies' assets, please email us at jervoisgroup@kpmg.com.au as a matter of urgency.

Contracts / agreements

The Administrators expressly refrain from personally adopting any of the Companies contracts existing at the date of their appointment.

Property used but not owned by the Companies

In accordance with Section 443B of the Act, the Administrators' liability under hire purchase or lease agreements does not commence until five business days after the Administrators' appointment. Further, pursuant to Section 440B of the Act, the lessor or owner of property in the Companies control is not entitled to take possession of such property without leave of the Court or the Administrators' written consent. The Administrators will write separately to known lease and hire purchase creditors regarding such assets. Please contact us at jervoisgroup@kpmg.com.au if you do not receive our letter.

Meetings of creditors

6. What happens next in the voluntary administration?

There are two creditors' meetings in the administration procedure.

The Administrators are required to call a first meeting of creditors within eight business days of the Administrators' appointment pursuant to Section 436E of the Act. The purpose of this meeting is to provide creditors with an opportunity to:

- Appoint a Committee of Inspection (COI); and
- Appoint an alternative administrator, if they so desire.

The second creditors' meeting is held at the end of the administration process. The default time period is 25 business days from the appointment of the Administrators unless extended by a Court order.

The Administrators may submit an application to the Court seeking an extension of the convening period for the second meeting of creditors of the Companies be extended for a period of time which will be determined over the first 1 to 2 weeks of the administration. Creditors will be advised should an application to Court to extend the convening period be filed.

A report to creditors pursuant to section 75-225(3) of the *Insolvency Practice Rules (Corporations) 2016* (Cth) and a notice of meeting will be sent to all known creditors and employees of the Companies' at least five (5) business days prior to the second meetings of creditors.

7. What happens at the second meeting of the creditors?

Creditors can decide at this meeting to:

- Return the Companies to the directors' control; or
- Accept a DOCA (a binding arrangement between any or all of the Companies and its creditors governing how the relevant Companies affairs will be dealt with); or
- Put any or all of the Companies into liquidation (this happens immediately, and the voluntary administrator usually becomes the liquidator).

Prior to the second meeting of creditors, the Administrators will prepare a report to creditors which will make a recommendation in relation to the future of the Companies. This report must give enough information to explain the Companies' business, property, affairs and financial circumstances. The report should allow the creditors to make an informed decision about the Companies' future.

8. Do I have to attend the creditors meetings?

If you are owed amounts by the Companies as at 12 March 2025, you are entitled to attend and vote at meetings of creditors.

However, you are not obliged to attend the meetings. It is important to note that your claim against the Companies' is not prejudiced by your attendance or absence from the meetings of creditors.

9. How do I vote at the meetings?

The Administrators wrote to all creditors contained within the Companies' records on our appointment to notify them of the voluntary administration.

The Administrators are using a portal to manage creditor claims (**Creditors' Portal**).

Creditors wishing to vote at the meeting, must complete a formal proof of debt form electronically by registering a claim on the Creditors' Portal and complete a proxy form no later than 4:00pm (AEDT) on 21 March 2025. A completed proxy form can be emailed to us at jervoisgroup@kpmg.com.au.

A person is not entitled to vote at the meeting unless they lodge particulars of the debt or claim via the Creditors' Portal before the meeting. All creditors must upload to the Creditors' Portal full details of their claims, indicating whether they rank as secured, preferential or unsecured, and whether they claim title to any goods supplied to the Companies' or any lien over goods in their possession which are the property of the Companies.

Should you wish to attend the meeting, please register to attend at <https://creditors.accountants/>. Once you have registered you will receive an automatic response confirming your registration. Please be advised that a link to the meeting and dial in details will be provided the day prior to the meeting.

Creditor claims

10. How do I lodge my creditor claim and what documentation is required to substantiate my claim?

All creditors must upload to the Creditors' Portal full details of their claims, indicating whether they rank as secured, preferential or unsecured, and whether they claim title to any goods supplied to the Companies' or any lien over goods in their possession which are the property of the Companies.

Supporting documentation includes but is not limited to outstanding invoices issued to the Companies, creditor ledgers, contracts and other documents which substantiate your claim.

11. Will I get my money back?

The effect of the voluntary administration is that payment of creditors by the Companies is placed on hold pending the outcome of the administration.

As mentioned previously, the Administrators will send a detailed report on options for the future of the Companies to all creditors, 5 business days prior the second creditors' meeting. This report will contain further information regarding the potential financial outcome for unsecured creditors.

12. I am a supplier. Who can I speak to about existing contracts and agreements with the Companies?

The Administrators refrain from adopting any of the Companies' contracts existing at the date of their appointment. All queries regarding the Companies' contracts should be directed to the Administrators at jervoisgroup@kpmg.com.au.

13. I am a creditor of a different Jervois subsidiary not currently under administration. Who can I talk to?

There are other international subsidiaries of Jervois which are not subject to the appointment of the Administrators. As mentioned previously, the Administrators' appointment is limited to the Companies. If you are a creditor, employee or supplier of an entity other than the Companies, then the procedures set out in this letter do not apply and you should direct any queries to your normal contact.

14. The amount listed on the Creditors portal is different to the amount I am owed. What should I do?

Please upload a formal proof of debt via the Creditors' Portal and provide the relevant supporting documentation to substantiate your claim.

15. Can I nominate someone else to deal with my claim?

You can appoint an individual as proxy to attend and vote at a meeting of creditors on your behalf. You must provide the completed proxy form to the Administrators before the meeting.

16. How can I receive updates on the administration?

You may elect to receive future notices or other documents, including circulars and reports regarding the administration, via email. Once you have registered as a user on the Creditors' Portal, you will be prompted to verify your identity and tick the box under the electronic communication heading should you elect to receive future correspondence regarding the administration via email. Alternatively, email us at jervoisgroup@kpmg.com.au with the following information:

- The person to whom matters regarding the administration should be directed.
- The full name of the creditor entity.
- The email address at which the creditor is to receive future correspondence.

17. How long does the process last?

The second creditors' meeting is held at the end of the administration process. The default time period is 25 business days unless extended by a Court order.

The Administrators may submit an application to the Court seeking an extension of the convening period for the second meetings of creditors of the Companies' be extended for a period of time which will be determined over the first 1 to 2 weeks of the administration. Creditors will be advised should an application to Court to extend the convening period be filed.

Any timeframe thereafter will be dependent on the resolutions passed at the second meeting of creditors.

18. Who should I contact if I have further questions?

For further information concerning the voluntary administration process and KPMG, you may wish to visit our website at www.kpmg.com.au. In addition, you can access general information about external administrations and insolvency from ARITA's website at www.arita.com.au.

Should you have questions regarding the administration, please email us at jerviosgroup@kpmg.com.au.

19. How can I stay informed about the Administration?

The Administrators will continue to update creditors on material developments on the KPMG website at <https://kpmg.com/au/en/home/creditors/jervois-group.html>.